

# **EXHIBIT A**

1 B. DENT

2 UNITED STATES DISTRICT COURT

3 SOUTHERN DISTRICT OF NEW YORK

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4 Case No.

5 In re: 1:20-cv-06539(JMP)

6 CITIBANK AUGUST 11, 2020 WIRE

7 TRANSFERS

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10 REMOTE VIDEOTAPED 30(b)(6) DEPOSITION OF

11 FREDERICK BAILEY DENT, III

12 New York, New York

13 October 9, 2020

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22 Reported by:

23 KATHY S. KLEPFER, RMR, RPR, CRR, CLR

24 JOB NO. 185139

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1 B. DENT

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3 October 9, 2020

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5 REMOTE VIDEOTAPED deposition of

6 FREDERICK BAILEY DENT, III, before

7 Kathy S. Klepfer, a Registered

8 Professional Reporter, Registered

9 Merit Reporter, Certified Realtime

10 Reporter, Certified Livenote Reporter,

11 and Notary Public of the State of New

12 York.

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3 IT IS HEREBY STIPULATED AND

4 AGREED, by and between the attorneys for

5 the respective parties herein, that the

6 filing and sealing be and the same are

7 hereby waived.

8 IT IS FURTHER STIPULATED AND

9 AGREED that all objections, except as to

10 the form of the question, shall be

11 reserved to the time of the trial.

12 IT IS FURTHER STIPULATED AND

13 AGREED that the within deposition may be

14 sworn to and signed before any officer

15 authorized to administer an oath, with

16 the same force and effect as if signed

17 and sworn to before the Court.

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1 B. DENT

2 A P P E A R A N C E S:

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4 MAYER BROWN

5 Attorneys for Plaintiff

6 1221 Avenue of the Americas

7 New York, New York 10020

8 BY: RICHARD SPEHR, ESQ.

9 ALLISON ZOLOT, ESQ.

10 ALINA ARTUNIAN, ESQ.

11

12 QUINN EMANUEL URQUHART & SULLIVAN

13 Attorneys for Defendants

14 51 Madison Avenue

15 New York, New York 10010

16 BY: BENJAMIN FINESTONE, ESQ.

17 ZACHARY RUSSELL, ESQ.

18

19

20 ALSO PRESENT:

21

22 GUS RESENDIZ, General Counsel and CCO

23 New Generation Advisors, LLC

24 MIMI REISERT, General Counsel, Citibank

25 DAVID WOODFORD, Videographer

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2 THE VIDEOGRAPHER: Good afternoon,

3 counselors. My name is David Woodford,

4 legal videographer in association with TSG

5 Reporting, Inc.

6 Due to the severity of COVID-19 and

7 following the practice of social distancing,

8 I will not be in the same room as the

9 witness. Instead, I will record this

10 videotaped deposition remotely.

11 The court reporter, Kathy Klepfer,

12 will also not be in the same room and will

13 swear the witness remotely.

14 Do all parties stipulate to the

15 validity of this video recording and remote

16 swearing and that it will be admissible in

17 the courtroom as if it had been taken

18 following Rule 30 of the Federal Rules of

19 Civil Procedures and the State's rules where

20 this case is pending?

21 MR. FINESTONE: We agree to the

22 validity of the video recording, and we

23 agree that there are no objections to

24 admissibility based on the fact that you are

25 not in the same room as the witness or

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2 Q. Did Mr. Beals tell you before 11:07 on  
3 August 13 that the loan -- that he believed that  
4 the loan had been mistakenly paid off?

5 MR. FINESTONE: Object to the form of  
6 the question. Compound.

7 You can answer if you can -- if you  
8 can, Bailey.

9 A. There was no correspondence on the  
10 subject prior to that e-mail at 11:07.

11 Q. Were there telephone calls or other  
12 communications between you and Mr. Beals prior  
13 to 11:07 on the 13th in which he indicated, in  
14 words or substance, that he believed that the  
15 loan had been mistakenly paid off by Citi?

16 MR. FINESTONE: Object to the form of  
17 the question. Same objection.

18 You can answer, Bailey.

19 A. There were not.

20 Q. The -- that sentence goes on to read,  
21 "But don't return it until hear" -- I think you  
22 meant "you hear" -- "from me. Thanks."

23 What's the basis of that communication  
24 to Mr. Beals at 11:07? Why did you say that?

25 A. It was based on a discussion that we

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2 Beals around this e-mail exchange in which he  
3 states that the principal was paid by mistake?

4 A. I did not. The only correspondence is  
5 this e-mail between the two of us.

6 Q. Did you have any reason to believe on  
7 or about 11:09 a.m. on August 13 that the  
8 payment by Citi was not a mistake?

9 A. At that point, we had already received  
10 the e-mail from Citi saying that it was a  
11 mistake.

12 Q. Right. And so my question to you is  
13 did you have any reason to believe at or about  
14 this time that the payment was not made by  
15 mistake?

16 A. I know Citi said that they made the  
17 payment by mistake, but I didn't know about the  
18 payment prior to that -- to the e-mail from  
19 Citi.

20 Q. It goes on to say, "NT is going to  
21 return it. You want them to wait?" And you  
22 respond a minute later at 11:10, "Yes, wait.  
23 Call them immediately to not return."

24 What was the basis of that e-mail to  
25 Mr. Dent at 11:10?

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2 had with counsel.

3 Q. And counsel, again, here is Quinn  
4 Emanuel?

5 A. That's correct. It was a privileged  
6 conversation with counsel.

7 Q. The next e-mail in the chain, two  
8 minutes later at 11:09, from Mr. Beals back to  
9 you reads, "Yes, see attached. We received  
10 interest which we were due and the principal by  
11 mistake."

12 Do you know what he attached to this  
13 e-mail?

14 A. I don't.

15 Q. Do you recall seeing the recall notice  
16 in conjunction with this e-mail exchange?

17 A. I don't.

18 Q. Mr. Beals goes on to write, "We  
19 received interest which we were due and the  
20 principal by mistake."

21 Do you see that?

22 A. I do.

23 Q. It goes on to read, "NT," referring to  
24 Northern Trust, "is going to return it."

25 Did you have any conversation with Mr.

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2 A. The e-mail to Mr. Beals at 11:10 to  
3 not return it, that was advice of counsel.

4 Q. Again, Quinn Emanuel, correct?

5 A. Right.

6 Q. Let's turn to Tab 10, please. This  
7 was a document that we previously marked as  
8 Beals Exhibit 13. It's Bates NEWGEN CITI\_0462.  
9 Begins with an e-mail from you to Mr. Beals and  
10 Colin Page, again dated August 13 at 1:21 p.m.

11 Do you see that?

12 A. I do.

13 Q. And this appears to be an e-mail  
14 exchange in which Citi is -- has sent a second  
15 followup recall notice; is that correct?

16 A. That's what it appears, yes.

17 Q. And it appears to have been sent to  
18 Mr. Beals; is that correct?

19 A. Looks like it was sent to operations,  
20 which includes Mr. Beals.

21 Q. And then he passes it on to you with  
22 an FYI?

23 A. That's correct.

24 Q. And then you respond, "Ignore for the  
25 time being. Thanks."